

COMBINED DECLARATION AND POWER OF ATTORNEY

As the below named inventors, we hereby declare: that our residences, post office addresses and citizenships are as stated near our names below; that we are joint inventors and we believe we are the original and first inventors of the subject matter of which is claimed and for which a patent is sought on the invention entitled

ELECTRO-OPTICAL MECHANICAL INSTRUMENT

which is described and claimed in the specification of which was filed on July 23, 1998 as United States Provisional Application Serial No. 60/093,882; attorney docket number 60,132-062 and that this application was filed on November 2, 2000 as International Application (PCT) No. PCT/US99/16412.

We have reviewed and understand the contents of this specification, including the claims, as amended by any amendment referred to above; that we do not know and do not believe the same was ever known or used in the United States of America before our invention thereof or patented or described in any printed publication, in any country before our invention thereof for more than one year prior to this application, or in public use or on sale in the United States of America more than one year prior to this application; that the invention has not been patented or made the subject of an inventor's certificate issued before the date of this application in any country foreign to the United States of America on an application filed by us or our legal representatives or assigns more than twelve (12) months prior to this application; that we acknowledge our duty to disclose information of which we are aware which is material to the examination of this application in accordance with Title 37, Code of Federal Regulations, Section 1.56(a); and that no application for patent or inventor's certificate on this invention has been filed in any country foreign to the United States of America prior to this application by us or our legal representatives or assigns except as follows:

PRIORITY CLAIM

We hereby claim the benefit under 35 U.S.C. Section 120 of any United States application(s), or Section 365(c) of any PCT International application designating the United States, listed below and insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States or PCT International application in the manner provided by the first paragraph of 35 U.S.C. Section 112. I acknowledge the duty to disclose to the United States Patent and Trademark Office all information known to me to be material to patentability as defined in Title 37, C.F.R., Section 1.58 which became available between the filing date of the prior application and the national or PCT International filing date of this application:

APPLICATION NUMBER	DATE OF FILING (month, day, year)	STATUS
PCT/US99/16412	November 2, 2000	Pending

We hereby claim foreign priority benefits under Title 35, United States Code, §119(a)-(d) of the foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application(s) for patent or inventor's certificate filed on the same subject matter having a filing date before that of the application(s) of which priority is claimed.

Such applications have been filed as follows:

COUNTRY	APPLICATION NUMBER	DATE OF FILING (month, day, year)	PRIORITY CLAIMED UNDER 37 USC 119
USA	60/093,882	July 23, 1998	Yes <u>X</u> No <u> </u>

We hereby appoint Raymond E. Scott, Registration No. 22,981; Randall L. Shoemaker, Registration No. 43,118; Samuel J. Haidle, Registration No. 42,619; William H. Honaker, Registration No. 31,623; Harold W. Milton, Jr., Registration No. 22,180; Jeffrey A. Sadowski, Registration No. 29,005; Kevin MacKenzie, Registration No. 45,639; David M. LaPrairie, Registration No. 46,295; Bharat C. Gandhi, Registration No. 35,146; Steven C. Wichmann, Registration No. 37,758; and James R. Yee, Registration No. 34,460 as our attorneys to prosecute this application and to transact all business in the Patent and Trademark Office connected herewith. Please address all correspondence and telephone calls to:

RAYMOND E. SCOTT
HOWARD & HOWARD ATTORNEYS, P.C.
 The Pinehurst Office Center
 39400 Woodward Avenue, Suite 101
 Bloomfield Hills, MI 48304-5151
 (248) 645-1483

We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Name: **Herman DeWeerd**

Dated

Address: 8 Crescent Avenue
Bedford, MA 01730

Post Office: Same

Citizenship: United States

Michael E Beach
Name: **Michael Beach**

June 12, 2001
Dated

Address: 78 Windsor Street
Arlington, MA ~~02464~~ 02474

Post Office: Same

MEB June 12, 2001

Citizenship: United States

Name: **Jose Hernandez**

Dated

Address: 81 Cross Street
Somerville, MA 02145

Post Office: Same

Citizenship: United States

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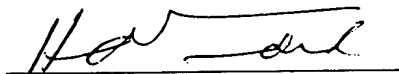
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Bloomfield Hills, MI 48304-5151
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We hereby declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.


Herman DeWeerd

Post Office Address:
8 Crescent Avenue
Bedford, MA 01730
Citizenship:

Dated: 4/18-01

Michael Beach

Post Office Address:
204 Auburn Street
Cambridge, MA 02139
Citizenship:

Dated: _____

Jose Hernandez

Post Office Address:
81 Cross Street
Somerville, MA 02145
Citizenship:

Dated: _____

U. S. Dept. of Commerce
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks:
Please record the attached original documents or copy thereof

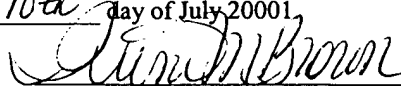
DO NOT USE THIS SPACE

9. Statement and signature. *To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*

Raymond E. Scott Raymond E. Scott. July 10, 2001
Name of Person Signing Signature Date

CERTIFICATE OF MAILING

I hereby certify that the enclosed **Recordation Form Cover Sheet, Assignment and Fee** is being deposited with the United States Postal Service as Express Mail, postage prepaid, in an envelope as first-class mail, postage prepaid, and addressed to BOX ASSIGNMENT, Assistant Commissioner for Patents, Washington D.C. 20231 on this 10th day of July 2000.



ASSIGNMENT
(Joint Inventors)

WHEREAS, We, **Herman DeWeerd, Michael Beach and Jose Hernandez**, (hereinafter referred to as Assignors), residing respectively at **8 Crescent Avenue, Bedford, MA 01730; 204 Auburn Street, Cambridge, MA 02139; and 81 Cross Street, Somerville, MA 02145**, have invented new and useful improvements in:

ELECTRO-OPTICAL MECHANICAL INSTRUMENT

which is set forth in previously filed United States Provisional Application Serial No. 60/093,882, filed July 23, 1998 and the application in the United States executed on even date herewith:

AND WHEREAS, **Virtek Vision Corporation**, (hereinafter referred to as Assignee), of **785 Bridge Street, Waterloo, Ontario N2V 2K1 Canada**, is desirous of acquiring the entire right, title and interest in and to said invention and said Letters Patent of the United States, and in and to any Letters Patent or Patents, United States or foreign, to be obtained therefor and thereon:

NOW, THEREFORE, be it known by all whom it may concern, that for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the Assignors have assigned, sold and set over, and by these presents assign, sell and set over unto the Assignee, its successors, legal representatives and assigns, for the territory of the United States of America and all foreign countries, the entire right, title and interest in and to said invention, said application for Letters Patent, including the right to file foreign patent applications corresponding to said application, and the right to claim the priority date of said United States patent application and any legal equivalents thereof, and any and all Letters Patent or Patents in the United States of America and all foreign countries which may be granted therefor and thereon, and to any and all divisions, continuations, and continuations-in-part of said application, or re-issues or extensions of said Letters Patent or Patents prepared and executed by Assignors on even date herewith, the same to be held and enjoyed by the Assignee, as fully and entirely as the same would have been held by the Assignors had this Assignment and sale not been made.

AND the Assignors hereby covenant and agree that the Assignors will at any time upon the request and at the expense of the Assignee execute and deliver any and all papers and do all lawful acts that may be necessary or desirable to perfect the title to said invention and to obtain Letters Patent therefor, and the Assignors hereby authorize and request the Commissioner of Patents to issue said Letters Patent to the said Assignee in accordance with this Agreement.

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my seal at Bedford
in the State of Massachusetts, this 18 day of April, 2001.

Herman Deweerd
Herman Deweerd

STATE OF)
COUNTY OF)

Before me personally appeared said **Herman DeWeerd**, and acknowledged the
foregoing instrument to be his own free act and deed, this 18 day of April, 2001.

Fernando B. Poff
Notary Public

SEAL

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my seal at _____,
in the State of _____, this _____ day of _____, 2001.

Michael Beach

STATE OF)
)
COUNTY OF)

Before me personally appeared said **Michael Beach**, and acknowledged the foregoing
instrument to be his own free act and deed, this ____ day of _____, 2001.

Notary Public

SEAL

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my seal at _____,
in the State of _____, this _____ day of _____, 2001.

Jose Hernandez

STATE OF)
)
COUNTY OF)

Before me personally appeared said **Jose Hernandez**, and acknowledged the foregoing
instrument to be his own free act and deed, this ____ day of _____, 2001.

Notary Public

SEAL

**Please address all correspondence and telephone calls and, upon recordation, please
return this document to:**

**RAYMOND E. SCOTT
HOWARD & HOWARD ATTORNEYS, P.C.
39400 Woodward Avenue, Suite 101
Bloomfield Hills, Michigan 48304-5151
(248) 645-1483**

ASSIGNMENT
(Joint Inventors)

WHEREAS, We, **Herman DeWeerd, Michael Beach and Jose Hernandez**, (hereinafter referred to as Assignors), residing respectively at **8 Crescent Avenue, Bedford, MA 01730; 78 Windsor Street, Arlington, MA ~~02464~~**, and **81 Cross Street, Somerville, MA 02145**, have invented new and useful improvements in:

02474
HCB June 12, 2001

ELECTRO-OPTICAL MECHANICAL INSTRUMENT

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NOW, THEREFORE, be it known by all whom it may concern, that for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, the Assignors have assigned, sold and set over, and by these presents assign, sell and set over unto the Assignee, its successors, legal representatives and assigns, for the territory of the United States of America and all foreign countries, the entire right, title and interest in and to said invention, said application for Letters Patent, including the right to file foreign patent applications corresponding to said application, and the right to claim the priority date of said United States patent application and any legal equivalents thereof, and any and all Letters Patent or Patents in the United States of America and all foreign countries which may be granted therefor and thereon, and to any and all divisions, continuations, and continuations-in-part of said application, or re-issues or extensions of said Letters Patent or Patents prepared and executed by Assignors on even date herewith, the same to be held and enjoyed by the Assignee, as fully and entirely as the same would have been held by the Assignors had this Assignment and sale not been made.

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IN TESTIMONY WHEREOF, I hereunto set my hand and affix my seal at _____,
in the State of _____, this _____ day of _____, 2001.

Herman DeWeerd

STATE OF)
)
COUNTY OF)

Before me personally appeared said **Herman DeWeerd**, and acknowledged the
foregoing instrument to be his own free act and deed, this ____ day of _____, 2001.

Notary Public

SEAL

IN TESTIMONY WHEREOF, I hereunto set my hand and affix my seal at Belmont,
in the State of MA, this 13 day of June, 2001.

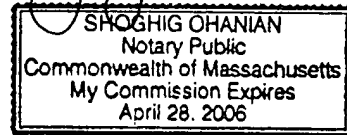
Michael E. Beach
Michael Beach

STATE OF Massachusetts
COUNTY OF Middlesex

Before me personally appeared said Michael Beach, and he acknowledged the foregoing
instrument to be his own free act and deed, this 13 day of June, 2001.

Shoghig Ohanian
Notary Public

SEAL



IN TESTIMONY WHEREOF, I hereunto set my hand and affix my seal at _____,
in the State of _____, this _____ day of _____, 2001.

Jose Hernandez

STATE OF)
)
COUNTY OF)

Before me personally appeared said **Jose Hernandez**, and acknowledged the foregoing
instrument to be his own free act and deed, this ____ day of _____, 2001.

Notary Public

SEAL

Please address all correspondence and telephone calls and, upon recordation, please
return this document to:

RAYMOND E. SCOTT
HOWARD & HOWARD ATTORNEYS, P.C.
39400 Woodward Avenue, Suite 101
Bloomfield Hills, Michigan 48304-5151
(248) 645-1483